

Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
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One James Center
901 E. Cary Street
Richmond, Virginia 23219
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Counsel to the Debtors and
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - x
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
:
Debtors. : Jointly Administered
- - - - - x

**SUPPLEMENTAL ORDER ON DEBTORS' FORTY-NINTH OMNIBUS
OBJECTION TO CERTAIN ADMINISTRATIVE EXPENSES
AND 503(b)(9) CLAIMS AND MOTION FOR (I) AUTHORITY
TO SETOFF AGAINST SUCH EXPENSES AND CLAIMS
AND (II) A WAIVER OF THE REQUIREMENT THAT THE FIRST HEARING
ON ANY RESPONSE PROCEED AS A STATUS CONFERENCE**

THIS MATTER having come before the Court on the
Debtors' Forty-Ninth Omnibus Objection To Certain
Administrative Expenses And 503(B)(9) Claims And Motion For
(I) Authority To Setoff Against Such Expenses And Claims
And (Ii) A Waiver Of The Requirement That The First Hearing
On Any Response Proceed As A Status Conference (the

"Objection"),¹ which requested, among other things, that the claims identified on Exhibit C attached to the Objection be reduced as identified on Exhibit C for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and, for the reasons set forth in this Court's Memorandum Opinion and Order dated December 3, 2009,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The status hearing on the Objection to the claims identified on Exhibit A attached hereto and incorporated herein is hereby adjourned to January 14, 2010 at 2:00 p.m. (Eastern) or until such later time as agreed by the parties or ordered by the Court.

2. In the event the Debtors determine that any Administrative Expense set forth in the Objection is overstated, the Debtors' rights to obtain payment of the amount of the Receivable offset against the overstated amount of the Claim are not waived and are expressly reserved.

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.

3. The Debtors' rights to seek to avoid any transfers under 11 U.S.C. §§ 547, 553 or any other section of the Bankruptcy Code or applicable law with respect to the Claimants are not waived and are expressly reserved.

4. For those parties who filed a response, the requirement that this Court hold a status conference at the first hearing, as set forth in the Omnibus Objection Procedures Order, is hereby waived.

5. To the extent any Receivable remains after the offsets contemplated by the Objection are effectuated, the Debtors' rights to obtain payment of any remaining Receivable, or offset the Receivable against other claims filed by the Claimants, are not waived and are expressly reserved.

6. The Debtors' rights to amend, modify, or supplement the Objection, to file additional objections to the Administrative Expenses included in the Objection or any other claims that have been or may be asserted against the Debtors on any grounds governing law permits, and to seek reduction of any claim to the extent such claim has been paid, are not waived and are expressly reserved.

7. This Court retains jurisdiction to hear and determine all matters arising from or related to the interpretation or implementation of this Order.

8. The Debtors shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.

Dated: Richmond, Virginia

Dec 18 2009, 2009

/s/ Kevin Huennekens

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

Entered on docket: Dec 18 2009

WE ASK FOR THIS:

/s/ Douglas M. Foley
Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

Counsel to the Debtors and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley
Douglas M. Foley

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In re: Circuit City Stores, Inc, et al.
Case No. 08-35653-KRH

Debtors' Forty-Ninth Omnibus Objection to Claims

Exhibit A - Objection To Certain Administrative Expenses And 503(B)(9) Claims - Adjourned

EXHIBIT A

503(b) ADMINISTRATIVE EXPENSE CREDITOR'S NAME AND ADDRESS	ADMINISTRATIVE CLAIM	503(b)(9) CREDITOR'S NAME AND ADDRESS	503(b)(9) CLAIM	REMAINING RECEIVABLES
<p>Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A</p> <p>KOREA EXPORT INSURANCE CORPORATION ATTN FREDRICK J LEVY ESQ OLSHAN GRUNDMAN FROME ROSENZWEIG & WOLOSKY LLP PARK AVE TOWER 65 E 55TH ST NEW YORK, NY 10022</p>	<p>Docketed Amount*: N/A</p> <p>Total Receivables: N/A</p> <p>Modified Amount: N/A</p>	<p>Claim Number: 14446 Date Filed: 07/08/2009 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)</p> <p>KOREA EXPORT INSURANCE CORPORATION ATTN FREDRICK J LEVY ESQ OLSHAN GRUNDMAN FROME ROSENZWEIG & WOLOSKY LLP PARK AVE TOWER 65 E 55TH ST NEW YORK, NY 10022</p>	<p>Docketed Amount*: \$7,714,224.00</p> <p>Total Receivables: \$380,345.00</p> <p>Modified Amount: \$7,333,879.00</p>	<p>\$0.00</p>
<p>Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A</p> <p>STILLWATER DESIGNS AND AUDIO INC C O PAUL S BLILEY JR ATTORNEY PO BOX 1320 RICHMOND, VA 23218</p>	<p>Docketed Amount*: N/A</p> <p>Total Receivables: N/A</p> <p>Modified Amount: N/A</p>	<p>Claim Number: 780 Date Filed: 12/10/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)</p> <p>STILLWATER DESIGNS AND AUDIO INC C O PAUL S BLILEY JR ATTORNEY PO BOX 1320 RICHMOND, VA 23218</p>	<p>Docketed Amount*: \$561,829.00</p> <p>Total Receivables: \$248,481.52</p> <p>Modified Amount: \$313,347.48</p>	<p>\$0.00</p>

* Claims filed, adjourned or ordered on prior omnibus
objections are reflected at the modified amount

In re: Circuit City Stores, Inc, et al.
Case No. 08-35653-KRH

Debtors' Forty-Ninth Omnibus Objection to Claims

Exhibit A - Objection To Certain Administrative Expenses And 503(B)(9) Claims - Adjourned

EXHIBIT A

503(b) ADMINISTRATIVE EXPENSE CREDITOR'S NAME AND ADDRESS	ADMINISTRATIVE CLAIM	503(b)(9) CREDITOR'S NAME AND ADDRESS	503(b)(9) CLAIM	REMAINING RECEIVABLES
<p>Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A</p> <p>VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: N/A</p> <p>Total Receivables: N/A</p> <p>Modified Amount: N/A</p>	<p>Claim Number: 87 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)</p> <p>VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: \$5,670.00</p> <p>Total Receivables: \$112,687.16</p> <p>Modified Amount: \$0.00</p>	<p>\$107,017.16</p>
<p>Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A</p> <p>VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: N/A</p> <p>Total Receivables: N/A</p> <p>Modified Amount: N/A</p>	<p>Claim Number: 88 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)</p> <p>VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: \$720.00</p> <p>Total Receivables: \$107,017.16</p> <p>Modified Amount: \$0.00</p>	<p>\$106,297.16</p>

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objections are reflected at the modified amount

In re: Circuit City Stores, Inc, et al.
Case No. 08-35653-KRH

Debtors' Forty-Ninth Omnibus Objection to Claims

Exhibit A - Objection To Certain Administrative Expenses And 503(B)(9) Claims - Adjourned

EXHIBIT A

503(b) ADMINISTRATIVE EXPENSE CREDITOR'S NAME AND ADDRESS	ADMINISTRATIVE CLAIM	503(b)(9) CREDITOR'S NAME AND ADDRESS	503(b)(9) CLAIM	REMAINING RECEIVABLES
<p>Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A</p> <p>VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: N/A</p> <p>Total Receivables: N/A</p> <p>Modified Amount: N/A</p>	<p>Claim Number: 115 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)</p> <p>VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: \$2,115.00</p> <p>Total Receivables: \$106,297.16</p> <p>Modified Amount: \$0.00</p>	<p>\$104,182.16</p>
<p>Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A</p> <p>VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: N/A</p> <p>Total Receivables: N/A</p> <p>Modified Amount: N/A</p>	<p>Claim Number: 113 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)</p> <p>VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: \$16,912.50</p> <p>Total Receivables: \$104,182.16</p> <p>Modified Amount: \$0.00</p>	<p>\$87,269.66</p>

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In re: Circuit City Stores, Inc, et al.
Case No. 08-35653-KRH

Debtors' Forty-Ninth Omnibus Objection to Claims

Exhibit A - Objection To Certain Administrative Expenses And 503(B)(9) Claims - Adjourned

EXHIBIT A

503(b) ADMINISTRATIVE EXPENSE CREDITOR'S NAME AND ADDRESS	ADMINISTRATIVE CLAIM	503(b)(9) CREDITOR'S NAME AND ADDRESS	503(b)(9) CLAIM	REMAINING RECEIVABLES
<p>Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A</p> <p>VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: N/A</p> <p>Total Receivables: N/A</p> <p>Modified Amount: N/A</p>	<p>Claim Number: 112 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)</p> <p>VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: \$9,982.50</p> <p>Total Receivables: \$87,269.66</p> <p>Modified Amount: \$0.00</p>	<p>\$77,287.16</p>
<p>Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A</p> <p>VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: N/A</p> <p>Total Receivables: N/A</p> <p>Modified Amount: N/A</p>	<p>Claim Number: 85 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)</p> <p>VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: \$41,085.00</p> <p>Total Receivables: \$77,287.16</p> <p>Modified Amount: \$0.00</p>	<p>\$36,202.16</p>

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In re: Circuit City Stores, Inc, et al.
Case No. 08-35653-KRH

Debtors' Forty-Ninth Omnibus Objection to Claims

Exhibit A - Objection To Certain Administrative Expenses And 503(B)(9) Claims - Adjourned

EXHIBIT A

503(b) ADMINISTRATIVE EXPENSE CREDITOR'S NAME AND ADDRESS	ADMINISTRATIVE CLAIM	503(b)(9) CREDITOR'S NAME AND ADDRESS	503(b)(9) CLAIM	REMAINING RECEIVABLES
<p>Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A</p> <p>VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: N/A</p> <p>Total Receivables: N/A</p> <p>Modified Amount: N/A</p>	<p>Claim Number: 110 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)</p> <p>VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: \$11,092.50</p> <p>Total Receivables: \$36,202.16</p> <p>Modified Amount: \$0.00</p>	<p>\$25,109.66</p>
<p>Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A</p> <p>VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: N/A</p> <p>Total Receivables: N/A</p> <p>Modified Amount: N/A</p>	<p>Claim Number: 84 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)</p> <p>VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: \$16,820.00</p> <p>Total Receivables: \$25,109.66</p> <p>Modified Amount: \$0.00</p>	<p>\$8,289.66</p>

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In re: Circuit City Stores, Inc, et al.
Case No. 08-35653-KRH

Debtors' Forty-Ninth Omnibus Objection to Claims

Exhibit A - Objection To Certain Administrative Expenses And 503(B)(9) Claims - Adjourned

EXHIBIT A

503(b) ADMINISTRATIVE EXPENSE CREDITOR'S NAME AND ADDRESS	ADMINISTRATIVE CLAIM	503(b)(9) CREDITOR'S NAME AND ADDRESS	503(b)(9) CLAIM	REMAINING RECEIVABLES
<p>Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A</p> <p>VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: N/A</p> <p>Total Receivables: N/A</p> <p>Modified Amount: N/A</p>	<p>Claim Number: 86 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)</p> <p>VONWIN CAPITAL MANAGEMENT LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: \$1,035.00</p> <p>Total Receivables: \$8,289.66</p> <p>Modified Amount: \$0.00</p>	<p>\$7,254.66</p>
<p>Claim Number: N/A Date Filed: N/A Docketed Debtor: N/A</p> <p>VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: N/A</p> <p>Total Receivables: N/A</p> <p>Modified Amount: N/A</p>	<p>Claim Number: 109 Date Filed: 11/24/2008 Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)</p> <p>VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: \$405.00</p> <p>Total Receivables: \$7,254.66</p> <p>Modified Amount: \$0.00</p>	<p>\$6,849.66</p>

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In re: Circuit City Stores, Inc, et al.
Case No. 08-35653-KRH

Debtors' Forty-Ninth Omnibus Objection to Claims

Exhibit A - Objection To Certain Administrative Expenses And 503(B)(9) Claims - Adjourned

EXHIBIT A

503(b) ADMINISTRATIVE EXPENSE CREDITOR'S NAME AND ADDRESS	ADMINISTRATIVE CLAIM	503(b)(9) CREDITOR'S NAME AND ADDRESS	503(b)(9) CLAIM	REMAINING RECEIVABLES
<p>Claim Number: N/A</p> <p>Date Filed: N/A</p> <p>Docketed Debtor: N/A</p> <p>VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: N/A</p> <p>Total Receivables: N/A</p> <p>Modified Amount: N/A</p>	<p>Claim Number: 116</p> <p>Date Filed: 11/24/2008</p> <p>Docketed Debtor: CIRCUIT CITY STORES, INC. (08-35653)</p> <p>VONWIN CAPITAL MANAGEMENT, LP ATTN ROGER VON SPIEGEL MANAGING DIRECTOR 261 FIFTH AVE 22ND FL NEW YORK, NY 10016-7701</p>	<p>Docketed Amount*: \$6,105.00</p> <p>Total Receivables: \$6,849.66</p> <p>Modified Amount: \$0.00</p>	<p>\$744.66</p>
<p>Total Docketed Amount:</p> <p>Total Modified Amount:</p>		<p>Total Docketed Amount:</p> <p>Total Modified Amount:</p>		<p>\$8,387,995.50</p> <p>\$7,647,226.48</p>

* Claims filed, adjourned or ordered on prior omnibus
objections are reflected at the modified amount

Imaged Certificate of Service Page 13 of 13
CERTIFICATE OF NOTICE

District/off: 0422-7
Case: 08-35653

User: ramirez-1
Form ID: pdforder

Page 1 of 1
Total Noticed: 1

Date Rcvd: Dec 18, 2009

The following entities were noticed by first class mail on Dec 20, 2009.
smg +UST smg Richmond, Office of the U. S. Trustee, 701 East Broad St., Suite 4304,
Richmond, VA 23219-1849

The following entities were noticed by electronic transmission.
NONE.

TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Dec 20, 2009

Signature:

